

**KLESTADT WINTERS JURELLER
SOUTHARD & STEVENS, LLP**

Sean C. Southard
Fred Stevens
Lauren C. Kiss
200 West 41st Street, 17th Floor
New York, NY 10036
Telephone: (212) 972-3000
Facsimile: (212) 972-2245

**Hearing Date: August 26, 2020
Hearing Time: 10:30 a.m. (EST)**

**Deadline to Object to Proposed
Expedited Sale or Submit Higher or
Better Offers: August 25, 2020
@ 12:00 p.m. (EST)**

Proposed Counsel to the Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

-----	X
	:
In re:	: Chapter 11
	:
BAUMANN & SONS BUSES, INC., <i>et al.</i> ,	: Case No. 20-72121 (REG)
	:
Debtors. ¹	: (Jointly Administered)
	:
-----	X

**NOTICE OF PROPOSED EXPEDITED ASSIGNMENT
AND SALE OF CERTAIN TRANSPORTATION ASSETS
BY THE DEBTORS TO MAT BUS CORP.**

**TO SECURED LENDERS, OTHER CREDITORS AND PARTIES IN INTEREST, THE
OFFICE OF THE UNITED STATES TRUSTEE, AND ALL OTHER PARTIES
ENTITLED TO NOTICE PURSUANT TO FED. R. BANKR. P. 2002:**

PLEASE TAKE NOTICE that, on August 3, 2020, Baumann & Sons Buses, Inc. ("Sons"), ACME Bus Corp. ("ACME"), ABA Transportation Holding Co., Inc. ("ABA"), Brookset Bus Corp. ("Brookset") and Baumann Bus Company, Inc. ("Baumann"), the above-captioned debtors and debtors in possession (collectively, the "Debtors"), filed their amended motion (the "Sale Motion"), pursuant to sections 105(a), 363(b), (f), and (m), and 365, 503 and 507 of Title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002, 6004, 6006 and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), seeking relief related to the sale process (the "Sale Process") for the public sale (each a "Public Sale," or

¹ The Debtors in these cases, along with the last four digits of each of the Debtor's federal tax identification number are: Baumann & Sons Buses, Inc. (2109) and ACME Bus Corp. (8937). Effective August 3, 2020, the following Debtors were added to this case: ABA Transportation Holding Co., Inc. (4676), Brookset Bus Corp. (7908) and Baumann Bus Company, Inc. (9631). The Debtors' headquarters is located at 3355 Veterans Memorial Highway, Ronkonkoma, New York 11779.

collectively, the “Public Sales”) of substantially all of their personal property assets used in the operation of their transportation business (collectively, the “Transportation Assets”), including approving procedures (“Expedited Sale Procedures”) for the expedited approval of certain sales outside of the Public Sales, but still subjected to higher or better offers (each a “Expedited Sale,” collectively, “Expedited Sales”), and authorizing and approving the form and manner of notice of any Expedited Sale (the “Expedited Sale Notice”), and that on August 6, 2020, the Court entered and order (the “Expedited Sale Procedures Order”) [Docket No. 133] establishing, among other things, the Expedited Sale Procedures.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to make an Expedited Sale as summarized below:

Name and Address of Assignee/Purchaser:	MAT Bus Corp. (“ <u>MAT Bus</u> ”) 3167 Atlantic Avenue Brooklyn, NY 11208
Transportation Assets to be Assigned/Sold:	<p>Home-to-school, summer and extra-curricular transportation contracts entered into by and between the Yorktown Central School District (the “<u>District</u>”) and Sons on April 10, 2002, and duly extended by the District and Sons through the period ending June 30, 2024, the most recent extensions being made on or about March 5, 2019 (collectively, the “<u>Yorktown Contracts</u>”).</p> <p>Lease for non-residential real property (“<u>Yorktown Lease</u>”) located at 1711 Front Street, Yorktown, NY 10598 (the “<u>Yorktown Property</u>”).</p> <p>One hundred and seven (107) school buses (the “<u>Yorktown Buses</u>”) located at the Yorktown Property and identified on Schedule 1 to the Asset Purchase Agreement.</p> <p>Furniture, fixtures, equipment and fuel (“<u>FF&E</u>”) located and presently stored at the Yorktown Property and identified on Schedule 2 to the Asset Purchase Agreement.</p>
Sale Price:	<p>\$100,000 for the Yorktown Contracts,</p> <p>\$50,000 for the Yorktown Lease and FF&E, and</p> <p>\$715,000 for the Yorktown Buses.</p>

Parties that Assert Liens Against the Transportation Assets and the Estimated Payoff of Such Liens:	Santander Bank, NA (“ <u>Santander</u> ”) – Lien on five (5) of the Yorktown Buses with per vehicle payoffs totaling, in the aggregate, approximately \$350,000. Santander to be paid per-vehicle payoff at closing.
Contingencies in the Proposed Transaction:	<ol style="list-style-type: none"> 1. Bankruptcy Court approval of (i) the proposed Assignment and Assumption of the Yorktown Contracts, (ii) the proposed assignment of the Yorktown Lease, and (iii) sale of the Yorktown Buses. 2. Receipt by MAT Bus or affiliate of a fully executed purchase and sale agreement for the Yorktown Property. 3. Written Acknowledgment and Consent by the District for Yorktown Contracts.
Extraordinary Provisions Pursuant to the Court’s General Order 557:	<ol style="list-style-type: none"> 1. Shortening of the notice period and waiver of any stay pursuant to the Expedited Sales Procedures Order. 2. Proceeds will be used to (i) satisfy certain secured claims as set forth above and (ii) Debtors’ business broker and advisor, Maltz Auctions Inc., its commission in the amount of 8% of the sales price, or \$69,200.

PLEASE TAKE FURTHER NOTICE that annexed hereto are the following documents in connection with the Proposed Expedited Sale: (a) Exhibit A – the declaration of Richard B. Maltz in support of the Expedited Sale; (b) Exhibit B – the proposed Asset Purchase Agreement, the Yorktown Lease Assignment, and Assignment and Assumption of Yorktown Contracts with MAT Bus; and (c) Exhibit C – the proposed order approving the Expedited Sale.

PLEASE TAKE FURTHER NOTICE that a telephonic Expedited Sale Hearing with respect to the proposed Expedited Sale has been scheduled to be held before the Honorable Robert E. Grossman, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Eastern District of New York, Alfonse D’Amato Federal Courthouse, 290 Federal Plaza, Central Islip, NY 11722 on **August 26, 2020 at 10:30 a.m.** (the “Hearing”). The telephonic Hearing will be conducted using Court Solutions LLC. All attorneys and parties wishing to appear at, or attend, the telephonic hearing must make arrangements with Court Solutions at <https://www.court-solutions.com/> no later than 12 p.m. on the business day prior to the Hearing.

PLEASE TAKE FURTHER NOTICE that objections (“Sale Objections”), if any, to the entry of the Expedited Sale Order and approval of the Expedited Sale proposed herein, or higher or better offers to the Expedited Sale proposed herein, shall be made in writing, filed with the Court by registered users of the Court’s electronic case filing system and, by all other parties in interest, mailed to the Clerk of the United States Bankruptcy Court, Eastern District of New York, Alfonse D’Amato Federal Courthouse, 290 Federal Plaza, Central Islip, NY 11722, on a compact disc, preferably in Portable Document Format (PDF), Microsoft Word, or any other Windows-based word processing format, and served upon (i) counsel for the Debtors, Klestadt Winters Jureller Southard & Stevens, LLP, 200 West 41st Street, 17th Floor, New York, New York 10036, Attn: Sean C. Southard, Email: ssouthard@klestadt.com, (ii) counsel to the Committee, SilvermanAcampora LLP, 100 Jericho Quadrangle, Suite 300, Jericho, NY 11753 (Attn: Ronald J. Friedman, email: rfriedman@silvermanacampora.com), (iii) the parties that assert liens against the Transportation Assets being sold as identified above, and (iv) the Office of the United States Trustee for the Eastern District of New York, Alfonse D’Amato Federal Courthouse, 560 Federal Plaza, Central Islip, NY 11722 (Attn: Christine H. Black, Assistant United States Trustee, email: Christine.H.Black@usdoj.gov), so as to be actually received no later than **12:00 p.m. on August 25, 2020** (the “Objection Deadline”).

Dated: New York, New York
August 19, 2020

**KLESTADT WINTERS JURELLER
SOUTHARD & STEVENS, LLP**

By: /s/ Sean C. Southard

Sean C. Southard
Fred Stevens
Lauren C. Kiss
200 West 41st Street, 17th Floor
New York, New York 10036
Tel: (212) 972-3000
Fax: (212) 972-2245
Email: ssouthard@klestadt.com
fstevens@klestadt.com
lkiss@klestadt.com

Counsel to the Debtors